

# **EXHIBIT 46**

UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF NEW YORK

**FILED**  
IN CLERK'S OFFICE  
U.S. DISTRICT COURT E.D.N.Y.  
★ MAY 01 2012 ★

IN RE

AIR CARGO SHIPPING SERVICES  
ANTITRUST LITIGATION

MDL No. 1775

06-MD-1775 (JG) (VVP)

**BROOKLYN OFFICE**

THIS DOCUMENT RELATES TO:  
All Actions

**ORDER AUTHORIZING THE DISTRIBUTION OF THE AIR FRANCE-KLM, SAS,  
JAL, AMERICAN, ANA, CARGOLUX, QANTAS, AND THAI SETTLEMENT FUNDS**

WHEREAS, Plaintiffs have entered into settlement agreements with Defendants Société Air France, Koninklijke Luchtvaart Maatschappij N.V., and Martinair Holland N.V. ("Air France-KLM"); Scandinavian Airlines System and SAS Cargo Group A/S ("SAS"); Japan Airlines International Co., Ltd. ("JAL"); AMR Corp. and American Airlines, Inc. ("American") (ECF No. 1413); All Nippon Airways Co., Ltd. ("ANA"); Cargolux International Airlines, S.A. ("Cargolux"); Qantas Airways Limited ("Qantas"); and Thai International Public Company, Limited ("Thai");

WHEREAS, the Court preliminarily approved the settlements, certified the settlement class, appointed Settlement Class Counsel, and directed Settlement Class Counsel to issue notice of the proposed settlements to potential class members;

WHEREAS, publication and mailing notice were issued;

WHEREAS, following a fairness hearing, the Court granted final approval to the settlements, approved the plan of allocation, and awarded attorneys' fees and expenses.

WHEREAS, the Net Settlement Fund to be distributed to Settlement Class members is calculated after deduction of the Court-approved attorneys' fees and expenses, administrative expenses, taxes and tax expenses relating to the income earned by the settlement fund, any exclusions for opt-outs, and any other necessary adjustments under the Court's orders or the settlement agreements;

WHEREAS, Settlement Class Counsel also recommended that a portion of the \$5 million Cargolux second installment payment and a portion of the amount reverting to the class under the Air France-KLM and SAS settlement agreements be withheld from distribution;

WHEREAS, The Garden City Group, as the Court-approved Claims Administrator, has evaluated and audited claims forms from potential claimants, and calculated the appropriate amount to be allocated to each qualified claimant;

**THEREFORE, IT IS HEREBY ORDERED, ADJUDGED AND DECREED:**

The Net Settlement Fund shall be distributed to Settlement Class members who have submitted valid claims, as determined by The Garden City Group, and in the amounts The Garden City Group recommends, as set forth in Exhibit 3 to the Declaration of Jennifer M. Keough Re: Air Cargo 2 Settlement Claims Administration, dated April 16, 2012.

**IT IS SO ORDERED.**

Dated: April 24, 2012

s/John Gleeson

HON. JOHN GLEESON  
UNITED STATES DISTRICT JUDGE